



SEABOARD COAST LINE RAILROAD COMPANY

Treasury Department
P. O. Box 27581
Richmond, Virginia 23261

LEONARD G. ANDERSON
VICE PRESIDENT AND TREASURER

July 10, 1979

RECORDATION NO. ~~10183~~ Filed 1425

~~JUL 11 1979 10 20 AM~~

INTERSTATE COMMERCE COMMISSION

No. ~~9-1024013~~

Date ~~JUL 11 1979~~

Fee \$ ~~10.00~~

ICC Washington, D. C.

Mr. H. G. Homme, Jr.
Secretary
Interstate Commerce Commission
Washington, D. C. 20423

RECORDATION NO. ~~10183~~ A Filed 1425

~~JUL 11 1979 10 20 AM~~

INTERSTATE COMMERCE COMMISSION

Dear Sir:

I am enclosing for filing and recordation under the provisions of 49 U.S.C. § 11303 executed counterparts Nos. 1 through 6 of an amendment dated June 10, 1979, to Conditional Sale Agreement dated January 1, 1979, filed with your Commission on March 9, 1979, at 3:00 p.m. and assigned Recordation No. 10183. Counterpart No. 2 may be treated as the original and the others as counterparts thereof.

1. Names and addresses of the parties to the amendment to Conditional Sale Agreement

- (a) Builder-Assignor - Greenville Steel Car Company, Union Street, Greenville, Pennsylvania 16125
- (b) Purchaser - Seaboard Coast Line Railroad Company, 3600 West Broad Street, Richmond, Virginia 23230
- (c) Agent-Assignee - Mercantile-Safe Deposit and Trust Company, P. O. Box 2258, Baltimore, Maryland 21203

RECEIVED
JUL 11 10 17 AM '79
I.C.C.
FEE OPERATION BR.

Mr. H. G. Homme, Jr. - 2

2. Description of equipment covered by amendment to
Conditional Sale Agreement

Identifying marks

"Ownership Subject to a Security Agreement
Filed with the Interstate Commerce Commission"

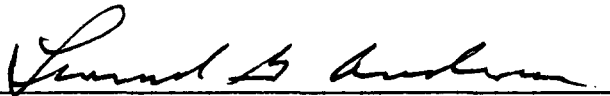
| <u>General Description</u> | <u>Type of Equipment</u> | <u>A.A.R.Mech. Design.</u> | <u>Number</u> | <u>SCL Road Numbers</u> |
|--------------------------------|------------------------------|--------------------------------|---------------|-----------------------------|
| Woodchip gondolas | 100-ton 7,100 cu. ft. | GT | 96 | 180420-180515, inclusive |

3. Counterparts Nos. 2 through 6 of the above mentioned document should be returned to Mr. A. L. Freed, 1000 Connecticut Avenue, N.W., Washington, D. C. 20036, acting on my behalf.

I am enclosing this company's voucher for \$10.00 covering the recordation fee for the above mentioned document.

Yours very truly,

SEABOARD COAST LINE RAILROAD COMPANY

By 
Leonard G. Anderson
Vice President and Treasurer

JUL 11 1979 - 10 20 AM

INTERSTATE COMMERCE COMMISSION

THIS AGREEMENT, dated as of June 10, 1979, among GREENVILLE STEEL CAR COMPANY ("Builder"), SEABOARD COAST LINE RAILROAD COMPANY ("Railroad"), and MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY ("Assignee");

W I T N E S S E T H:

WHEREAS, pursuant to a Conditional Sale Agreement dated as of January 1, 1979 ("CSA"), between the Builder and the Railroad, the Builder agreed to construct, deliver and sell to the Railroad one hundred (100) 100-ton 7100 cu. ft. woodchip gondola cars bearing road numbers SCL 180420 through 180519, inclusive; and

WHEREAS, the Builder assigned its interest in the CSA to the Assignee pursuant to an Agreement and Assignment, also dated as of January 1, 1979; and

WHEREAS, Article 4 of the CSA provides that if the aggregate Purchase Price shall exceed \$9,875,000, the Builder, the Assignee and the Railroad will enter into an agreement excluding from the CSA such unit or units of Equipment (as that term is defined in the CSA) proposed to be settled for and specified by the Railroad as will, after giving effect to such exclusion, reduce the aggregate Purchase Price of the Equipment under the CSA to not more than \$9,875,000; and


WHEREAS, the Builder has informed the Railroad that the aggregate Purchase Price will exceed \$9,875,000.

NOW, THEREFORE, the parties hereto hereby agree that the four units of the above mentioned Equipment bearing road numbers SCL 180516, 180517, 180518 and 180519 shall be excluded from the CSA, and that the Railroad will purchase said four units from the Builder for cash on the date such units would otherwise have been settled for under the CSA.

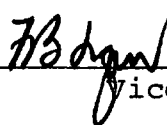
IN WITNESS WHEREOF, the parties hereto, each pursuant to due corporate authority, have caused this instrument to be executed in their respective corporate names by their officers or other persons, thereunto duly authorized, and their respective corporate seals to be hereunto affixed, duly attested, all as of the date first above written.

Attest:

GREENVILLE STEEL CAR COMPANY


Assistant Secretary
[Corporate Seal]

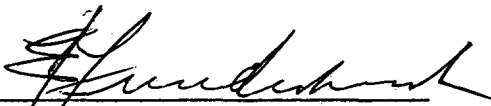
By



Vice President

Attest:

SEABOARD COAST LINE RAILROAD COMPANY


Assistant Secretary
[Corporate Seal]


By



Vice President and Treasurer

Attest:

MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY


Corporate Trust Officer
[Corporate Seal]

By



Assistant Vice President

COMMONWEALTH OF PENNSYLVANIA)
)
COUNTY OF MERCER) ss:

On this 22nd day of June, 1979, before me personally appeared A. B. Logan, to me personally known, who, being by me duly sworn, says that he is a Vice President of GREENVILLE STEEL CAR COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Leora Smith

Notary Public

[Notarial Seal]

LEORA SMITH, Notary Public
GREENVILLE, MERCER COUNTY

My commission expires My Commission Expires Feb. 23, 1981

COMMONWEALTH OF VIRGINIA)
)
CITY OF RICHMOND) ss:

On this 27TH day of JUNE, 1979, before me personally appeared Leonard G. Anderson, to me personally known, who, being by me duly sworn, says that he is Vice President and Treasurer of SEABOARD COAST LINE RAILROAD COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

J. F. Chapman
Notary Public

[Notarial Seal]

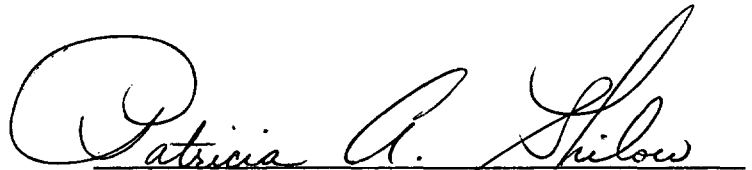
My commission expires APR 26 1982

STATE OF MARYLAND)

) ss:

CITY OF BALTIMORE)

On this *3rd* day of *July*, 1979, before me personally appeared R. E. Schreiber, to me personally known, who, being by me duly sworn, says that he is an Assistant Vice President of MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public

[Notarial Seal]

My commission expires *7-1-82*

Interstate Commerce Commission
Washington, D.C. 20423

7/11/79

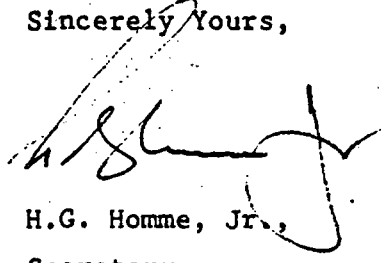
OFFICE OF THE SECRETARY

Leonard G. Anderson
SeaBorad Coast Line RR Co.
P.O.Box 27581
Richmond, Va. 23261

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 20(c) of the Interstate Commerce Act, 49 U.S.C. 20(c), on 7/11/79 at 10: 20am and assigned recordation number(s) 7152-B & 10183-A

Sincerely Yours,


H.G. Homme, Jr.,
Secretary

Enclosure(s)

SE-30-T
(2/78)